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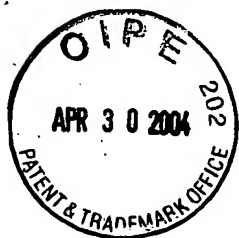
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Docket No. 03092**COMBINED DECLARATION AND POWER OF ATTORNEY**

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe that I am an original, first and joint inventor of the subject matter that is claimed, and for which a patent is sought on the invention entitled, "**SOFT-FOCUS COSMETIC COMPOSITION COMPRISING FUMED ALUMINA**," the specification of which was filed on October 7, 2003, as United States Patent Application No. 10/681,803; and

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims.

I acknowledge the duty to disclose information which is material to patentability of this application in accordance with Title 37, Code of Federal Regulations, § 1.56(a).

I hereby claim the benefit under Title 35, United States Code, § 119(e) and/or § 120 of any United States provisional applications and/or applications listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, § 112, I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, § 1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

(Provisional Application No.)

(Filing Date)

As a named inventor, I hereby appoint Robert M. Amici (Registration No. 52,554), Martha Ann Finnegan, Esq. (Registration No. 31,453), Robert J. Follett, Esq. (Registration No. 39,566), Bruce M. Gagala, Esq. (Registration No. 28,844), John L. Gase, Esq. (Registration No. 47,590), Robert F. Green, Esq. (Registration No. 27,555), John Kilyk, Jr, Esq. (Registration No. 30,763), and Michelle B. Lando, Esq. (Registration No. 33,941) as my attorneys with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.


Docket No. 03092

Please address all communications regarding this application to:

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Direct all telephone calls to Michelle B. Lando at (978) 670-7030.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

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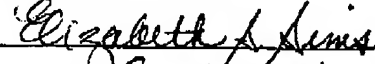
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* * * *

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